

# P.R. HOLDINGS LIMITED

2<sup>nd</sup> Floor, 22 Community Centre, Basant Lok, Vasant Vihar, New Delhi – 110 057  
Tel: 011-26145816 Fax: 011-26143394

Date 23.08.2013

To  
The Manager  
Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata-700001

## Sub:- Notice of AGM for the financial year 2012-13

Dear Sir,

Notice is hereby given that the AGM of the shareholders of the company scheduled to be held on 30<sup>th</sup> September 2013 at 9.30 A.M. at the registered office of the company for transact the ordinary businesses at the meeting. Please find attached copy of Notice, Balance sheet, P&L etc. for your record and references.

This is for your information and records.

Thanking you,

Yours faithfully,

For P R HODINGS LIMITED

Director Deepak Sharmy  
Director

# P.R. HOLDINGS LTD

Registered Office : Girish.Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

## NOTICE TO SHAREHOLDERS

Notice is hereby given that the 30<sup>th</sup> Annual General Meeting of the Shareholders of the company will be held on Monday the 30<sup>th</sup> day of September, 2013 at 9.30 A.M. at the registered office of the company at *Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam* to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive consider and adopt the Audited Profit & Loss Account for the year ended on 31<sup>st</sup> March 2013, and the Balance Sheet as at that date and report of Directors & Auditors thereon.
2. To appoint Auditors to hold office from the conclusion of this Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.
3. To appoint a director in place of Mr. Navin Nishchal Prasad who retires by rotation and being eligible offers himself for reappointment.

By order of Board of Directors  
For P.R. HOLDINGS LTD

*N. Prasad*  
(Navin Nishchal Prasad)  
Director

Place : NEW DELHI

DATE : 23.08.2013

### **NOTE:**

- 1 A MEMBER ENTITLED TO ATTEND THE MEETING IS ENTITLED TO APPOINT A PROXY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- 2 PROXIES SHOULD BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 3 MEMBERS ARE REQUESTED TO NOTIFY ANY CHANGE IN ADDRESS.
- 4 REGISTER OF MEMBERS AND SHARE TRANSFER REGISTER OF THE COMPANY WILL REMAIN CLOSED FROM SEPTEMBER 24, 2013 TO SEPTEMBER 30, 2013 (BOTH DAYS INCLUSIVE).

# P.R. HOLDINGS LTD

Registered Office : Girish Chandra Bardalai Path, Bamunimaidam, Guwahati, Assam

## DIRECTORS REPORT

To The Shareholders,  
The Directors of your company have pleasure in presenting the 30<sup>th</sup> Annual Report and the audited statement of Accounts for the year 31<sup>st</sup> March 2013 as follows :

### FINANCIAL RESULTS

The business of the company during period under consideration resulted in profit of Rs. 28,117/- (Previous year profit Rs. 4,70,040/-).

### OPERATIONS

During the year under review, the company has taken various steps to improve business activities. Despite depressed market conditions the performance of the Company during the year under review should be considered satisfactory.

### DIVIDEND

Following the conservative approach, your Directors do not recommend payment of dividend.

### DEPOSITS

The company has not accepted/invited any deposits from the public/shareholders u/s 58A of the companies Act, 1956. However the company has accepted inter-corporate loans.

### AUDITORS

The shareholders are requested to appoint Auditors of the company for the current year to hold office till the conclusion of the next Annual General Meeting, K. BHANSALI & CO, Chartered Accountants, the retiring auditors, being eligible to offer themselves for reappointment.

The observation made in the Auditors Report are self-explanatory and therefore, do not call for any further comments under section 217 of the companies Act, 1956.

### PARTICULARS OF EMPLOYEES

There were no employees during the year in receipt of remuneration as per Section 217[2A](a) of the Companies Act, 1956 read with the Companies (Particulars Of Employees) Rules 1975.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

Energy Conservation	: N.A.
Technology Absorption	: N.A.
Foreign Exchange Earning out go	: NIL.

### CORPORATE GOVERNANCE :

The SEBI has introduced a code of Corporate governance for implementation by the listed companies through amendment in the listing agreement. As per the amendment, this code is required to be implemented having paid-up capital of Rs. 3 crores or more.

### DIRECTORS' RESPONSIBILITY STATEMENT :

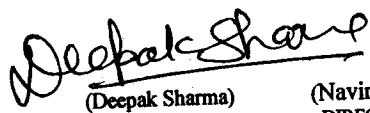
- 1.) In the preparation of the Annual Accounts, the applicable Accounting Standards has been followed along with proper explanations relating to material departures. The company has valued the closing stock of shares 'at cost' instead of 'at cost or market rate which ever is lower' as provided in AS-2 as the company has build up the stock on long term thoughts and planning. In view of wide fluctuations in the shares prices in short run it would not be prudent to change the basis of valuation followed by the company. The company has continued the 'at cost' valuation of inventories in accordance with the prevailing trade practices.
- 2.) The directors had selected such accounting policies and applied them consistently and judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for the period;
- 3.) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- 4.) The directors had prepared the annual accounts on going concern basis.

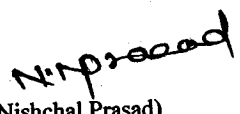
### SECRETARIAL COMPLIANCE AS REQUIRED US 383A

Secretarial compliance report is enclosed as required u/s 383A of the Companies Act, 1956.


By order of the Board of Directors  
For P.R. HOLDINGS LTD

PLACE : NEW DELHI  
DATED : 23.08.2013

  
(Deepak Sharma)  
DIRECTOR

  
(Navin Nishchal Prasad)  
DIRECTOR

**CERTIFIED TRUE COPY**  
For P. R. Holdings Limited

  
DIRECTOR  
**CERTIFIED TRUE COPY**

# RMG & ASSOCIATES

Company Secretaries

## SECRETARIAL COMPLIANCE CERTIFICATE

CIN: L27310AS1983PLC007154

Nominal Capital : Rs. 24,50,000/-

### The Members

P R Holdings Limited

Girish Chandra Bordoloi Path, Bamunimaidan,  
Guwahati, Assam- 781021

We have examined the registers, records, books and papers of **P R Holdings Limited** as required to be maintained under the Companies Act, 1956 (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the period ending on **31<sup>st</sup> March, 2013**. In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in **Annexure 'A'** to this certificate in accordance with the provisions and the rules made there under to the best possible extent and entries therein have been recorded.
2. The Company filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the concerned Registrar of Companies, on the dates specified in the aforesaid Annexure. However the Company has not filed any document with the Regional Director, Central Government, Company Law Board or other authorities under the Act and the rules made there under.
3. The Company, being a public limited Company, comments are not required.
4. The Boards of Directors duly met **08 (Eight)** times on **23-04-2012; 30-05-2012; 17-07-2012; 23-08-2012; 20-09-2012; 18-10-2012; 17-01-2013; 07-03-2013;** in respect of which notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose.
5. The Company has closed its Register of Members from 26<sup>th</sup> day of September, 2012 to 3<sup>rd</sup> October, 2012 (both days inclusive) during the financial year.
6. The Annual General Meeting for the Financial Year ended on **31-03-2012** was held on **29-09-2012** after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. The company has advanced any loans to its directors or persons or firms or companies referred to under section 295 of the Act during the year.
9. As per the information furnished to us, the Company has complied, to the extent possible with the provisions of Section 297 of the Act in respect of contracts specified in that Section.

207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005, www.rmgcs.com  
Phone: 9212221110, 9868113870, 2875 2857; Telefax : 4504 2509; E-Mail : info@rmgcs.com



10. As per the information furnished to us, the Company has made the entries in the register maintained under Section 301(3) of the Act.

11. As per the information given to us, the company has not obtained any approvals from the Board of Directors, Members or Central Government for the instances falling within the purview of Section 314 of the Act, during the Financial Year.

12. The Company has not issued any duplicate share certificates during the financial year.

13. The Company has/was:

- (i) not allotted / transferred / transmitted any shares during the financial year.
- (ii) not deposited any amount in a separate bank account as no dividend was declared during the financial year.
- (iii) not required posting warrants to any member of the Company as no dividend was declared during the financial year.
- (iv) not transferred the amounts in unpaid dividend account, application money

~~not transferred the amounts in unpaid dividend account, application money~~  
seven years to Investor Education and Protection fund for a period of transaction necessitating the applicability of the aforesaid conditions.

(v) duly complied with the requirements of section 217 of the Act.

14. The Board of Directors of the Company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.

~~14. The Board of Directors of the Company is duly constituted. There was no appointment of additional directors, alternate directors and directors to fill casual vacancy during the financial year.~~

**Annexure A**

**Registers as maintained by the Company:**


- |  |             |
|--|-------------|
| 1. Register of Members   | u/s. 150    |
| 2. Register of Contracts, Companies & Firms<br>in which Directors are interested | u/s. 301(3) |
| 3. Register of Directors, Managing Director, Manager                             | u/s. 303    |
| 4. Register of Director's Shareholdings  | u/s. 307    |
| 5. Register of Application and Allotment of Shares                               |             |
| 6. Register of Share Transfers   |             |

**Annexure B**

Forms and Returns as filed by the Company with Registrar of Companies, NCT of Delhi & Haryana during the financial year ended on 31-03-2013:

Sl. No	Form / Return	Under Section / Rule	Date of Filing	Whether filed with In prescribed time	If delay in filing whether requisite additional fess paid or not
1.	Secretarial Compliance Certificate (29/09/2012)	Section 383A	20-10-2012	Yes	N.A
2.	Balance Sheet (XBRL) (29/09/2012)	Sec 220 & Schedule- VI	15-04-2013	Yes	N.A
3.	Annual Return (29/09/2012)	Sec 159 & Schedule -V	17-02-2013	No	Yes
4.	Form 23B (F/Y 2012-13)	Section 224	20-12-2012	Yes	N.A

**For RMG & Associates**  
Company Secretaries

  
**Manjeet Kaur**  
Partner  
C.P. No.: 5524

Place : New Delhi  
Date : 23-08-2013

**K. BHANSALI & CO.**

Chartered Accountants

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
P. R. HOLDINGS LIMITED**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **P. R. Holdings Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2013, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the financial statements**

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditors' responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

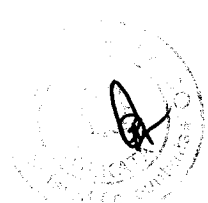
**Basis of Qualified Opinion**

*Non compliance of AS2 with regard to valuation of closing stock of shares at lower of cost or market rate. The company has continued the basis of valuation 'at cost' (refer note 1.4 of notes to the financial statements).*

**Qualified Opinion**

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of the matter described in the Basis for Qualified Opinion paragraph*, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2013;
- b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.



## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
  - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
  - c) the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in section 211(3C) of the Act;
  - e) on the basis of written representations received from the directors as on March 31, 2013, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2013, from being appointed as a director in terms of section 274(1)(g) of the Act.

For K. BHANSALI & CO.

(Chartered Accountants)

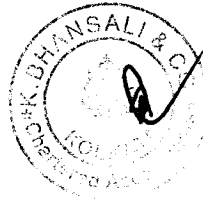
(Firm Registration No.

  
(K. S. BHANSALI)

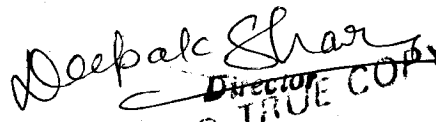
Proprietor

Membership No. 011716

PLACE : 26/4, Armenton Street, Kolkatt-700 001  
DATED: 23.08.2013



**CERTIFIED TRUE COPY**  
for P. K. Holdings Limited

  
Director  
**CERTIFIED TRUE COPY**



**ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**1. In respect of its fixed assets:**

- (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.

**2. In respect of its inventory :**

- (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

3. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has neither granted nor taken any loans, secured or unsecured, to / from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956.

4. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed.

5. Based on the audit procedures applied by us and according to the information and explanations provided by the management, there were no contracts or arrangements, particulars of which needed to be entered in the register maintained under section 301 of the Companies Act, 1956.

6. According to the information and explanations given to us, the Company has not accepted any deposits from the public covered under section 58A and 58AA of the Companies Act, 1956.

7. The provisions relating to internal audit system are presently not applicable to the company.

8. The provisions relating to maintenance of cost records as prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Act are presently not applicable to the company.

9. (a) According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, cess to the extent applicable and any other statutory dues have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31<sup>st</sup> of March, 2013 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, wealth tax, service tax, sales tax, customs duty and excise duty which have not been deposited on account of any disputes.




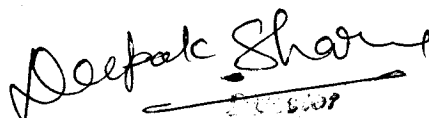
10. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not a chit fund or a nidhi /mutual benefit fund/society. Therefore, the provision of this clause of the Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
14. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard & further investments specified are held in their own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2013, we report that funds raised on short-term basis have not been used during the year for long-term investments.
18. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
19. The Company has no outstanding debentures during the period under audit.
20. The Company has not raised any money by public issue during the year.
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For K. BHANSALI & CO.  
(Chartered Accountants)  
(Firm Registration No.

  
(K.S. BHANSALI)  
Proprietor  
Membership No. 011716

PLACE : 26/4, Armenion Street, Kolkatt-700 001  
DATED: 23.08.2013

  
CERTIFIED TRUE COPY  
For P. K. Holdings Limited

  
Director

CERTIFIED TRUE COPY

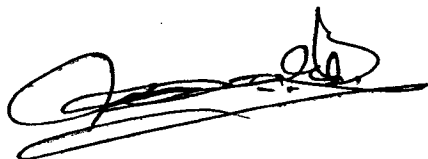
# P R HOLDINGS LIMITED

## Balance Sheet


Particulars	Note	In ₹	
		As at March 31, 2013	As at March 31, 2012
<b>EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDER'S FUNDS</b>			
Share capital	2.1	2,450,000	2,450,000
Reserves and surplus	2.2	12,245,922	12,217,805
		14,695,922	14,667,805
<b>NON-CURRENT LIABILITIES</b>			
Long-term borrowings	2.3	254,257	254,257
		254,257	254,257
<b>CURRENT LIABILITIES</b>			
Other current liabilities	2.4	7,967,020	8,609,020
		7,967,020	8,609,020
		22,917,200	23,531,083
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Fixed assets			
Tangible assets	2.5	72	88
Investment	2.6	10,177,249	10,249,249
Long-term loans and advances	2.7	10,207,601	10,117,601
Other non-current assets	2.8	21,578	21,578
		20,406,500	20,388,516
<b>CURRENT ASSETS</b>			
Inventories	2.9	1,113,381.19	1,113,381
Trade Receivables	2.10	614,079	176,672
Cash and cash equivalents	2.11	66,725	231,092
Short-term loans and advances	2.12	716,516	1,621,423
		2,510,701	3,142,567
		22,917,200	23,531,083
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS		1&2	

*Note: See accompanying notes which are integral part of the Financial Statements*


In terms of our separate report of even date  
For **K. BHANSALI & CO.**  
Chartered Accountants



(K. S. Bhansali)  
(Proprietor)  
Membership No. 011716




(Navin Nishchal Prasad)  
(Director)  
DIN :00040552



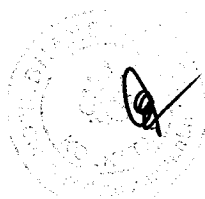
(Deepak Sharma)  
(Director)  
DIN :00293945

Place : 26/4, Armenion Street, Kolkata-700 001  
Dated : 23-08-2013

CERTIFIED TRUE COPY  
FOR P. K. Holdings Limited



Director  
CERTIFIED TRUE COPY



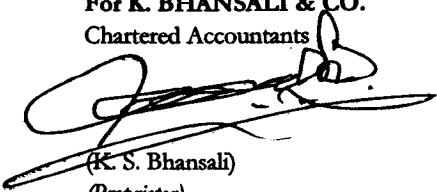
**P R HOLDINGS LIMITED**

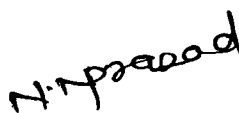
**Statement of Profit & Loss**

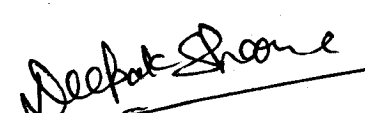
Particulars	Note	In ₹	
		Year ended March 31 2013	Year ended March 31 2012
<b>REVENUE</b>			
<b>Revenue from Operations</b>			
- Rental income		900,000	900,000
- Interest income		-	12,072
Other Income	2.13	126,463	501,463
		<b>1,026,463</b>	<b>1,413,535</b>
<b>EXPENSES</b>			
Administrative & other expenses	2.14	997,780	942,042
Finance Costs	2.15	550	1,433
Depreciation and amortization Expenses	2.5	16	20
<b>Total Expenses</b>		<b>998,346</b>	<b>943,495</b>
<b>Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>28,117</b>	<b>470,040</b>
Exceptional items		-	-
<b>Profit before extraordinary items and tax (V - VI)</b>		<b>28,117</b>	<b>470,040</b>
Extraordinary Items		-	-
<b>PROFIT / (LOSS) BEFORE TAX</b>		<b>28,117</b>	<b>470,040</b>
<b>Tax expense:</b>			
Current tax		-	2,297
Tax relating to earlier years		-	1,642
<b>PROFIT / (LOSS) FOR THE PERIOD</b>		<b>28,117</b>	<b>466,101</b>
<b>EARNING PER SHARE (Equity share of par value of 10 each)</b>			
Basic		0.11	1.92
Diluted		0.11	1.92
Weighted average number of shares used in computing earning per share:		245,000	245,000
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS		1&2	

*Note: See accompanying notes which are integral part of the Financial Statements*

In terms of our separate report of even date  
For **K. BHANSALI & CO.**  
Chartered Accountants

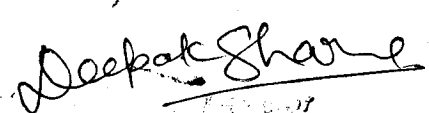
  
(K. S. Bhansali)  
(Proprietor)  
Membership No. 011716

  
(Navin Nishchal Prasad)  
(Director)  
DIN :00040552

  
(Deepak Sharma)  
(Director)  
DIN :00293945

Place : 26/4, Armenion Street, Kolkata-700 001  
Dated : 23-08-2013

**CERTIFIED TRUE COPY**  
For P. R. Holdings Limited

  
Director

CERTIFIED TRUE COPY

## **Notes which are integral part of financial statements for the year ended March 31, 2013**

P. R. Holdings Limited ( "the Company") was incorporated on January 14, 1983 to carry on the business of manufactures dealers, importers, exporters, commission agents of iron foundries, mechanical engineers, to construct, acquire lands, houses etc & to take on lease lands, houses, property and to give lands, houses, property on lease basis and to carry on the business of an investment company. Certificate of Commencement of Business was issued by ROC on January 21, 1983.

### **1. Significant Accounting Policies**

#### **1.1 Basis of preparation of financial statements**

The financial statements are prepared under the historical cost convention on the accrual basis of accounting & in accordance with the Generally Accepted Accounting Principal in India and provisions of the Companies Act 1956 read with Companies (Accounting Standards) Rules, 2006. The Disclosure requirements as specified in the Schedules VI to the Companies Act, 1956 have been complied with to the extent practicable. The Company follows mercantile system of accounting and recognizes items of income and expenditure on accrual basis

The Preparations of financial statements in conformity with generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates any revision to accounting estimates is recognized prospectively in current and future periods.

#### **1.2 Use of estimates**

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, reported amount of assets and liabilities and disclosure relating to contingent assets and liabilities as of the date of the financial statements. Accounting estimate could change from period to period and actual results could differ from those estimates.

#### **1.3 Revenue recognition**

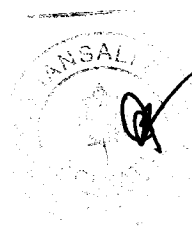
Revenue is recognized on accrual basis. Dividend income is accounted for on receipt basis. Sale/purchase of securities is recognized on the basis of actual deliveries of securities. Profit/loss on sale of investments is arrived at considering average cost of investments. The Company derives its revenue primarily from investing & rental activities.

#### **1.4 Inventories**

Inventories are consistently valued at 'At Cost' in accordance with the prevailing trade practices and commercial prudence.

#### **1.5 Investments**

Securities, which are considered by management as investments, are valued at cost. Cost is determined on a weighted average basis. Transfer charges on securities purchased are added to the cost when paid. Earning from investments are accrued on declaration or receipt and the Tax deducted at Source thereon is treated as advance tax. No provision has been made for diminution in the market value of investments amounting to Rs.720/-.



**Notes which are integral part of financial statements for the year ended March 31, 2013**

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**1.6 Employee benefits**

There was no person employed during the year.

**1.7 Foreign Currency Transactions**

- a. Expenditure in Foreign Currency : NIL
- b. Income in Foreign Currency : NIL

**1.8 Provisions and Contingencies**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made.

**1.9 Cash and Cash Equivalents**

Cash and cash equivalents comprise cash in hand and accounts with banks.



Notes which are integral part of financial statements for the year ended March 31, 2013

2.1 ShareCapital

Particulars	In ₹	
	As at March 31	
	2,013	2,012
<b>Authorised</b>		
Equity shares 245000 (Previous year 245000) of par value Rs.10/- each	2,450,000	2,450,000
	<b>2,450,000</b>	<b>2,450,000</b>
<b>Issued, Subscribed and Paid up</b>		
Equity shares 2,45,000 (Previous year 2,45,000) of par value Rs.10/-each fully paid up	2,450,000	2,450,000
	<b>2,450,000</b>	<b>2,450,000</b>

**Equity Shares**

The equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders shall be eligible to receive any of the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. However, no such preferential amount exist currently. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of the number of shares outstanding

Particulars	As at March 31st 2013		As at March 31st 2012	
	No. of shares	Value	No. of shares	Value
<b>A) EQUITY SHARES</b>				
Shares outstanding at the beginning of the year	245,000	2,450,000	245,000	2,450,000
Shares outstanding at the end of the year	245,000	2,450,000	245,000	2,450,000

Shares in respect of each class in the company and shares held by shareholders holding more than 5% shares

Name of the company	No. of shares As at March 31,		No. of shares As at March 31,	
	% of holding	2,013	% of holding	2,012
<b>EQUITY SHARES</b>				
Duncan Macneill Construction & Developers Ltd.	9.80	24000	9.80	24000
Antique Holdings P Ltd	9.80	24,000	9.80	24,000
Lord Inchcape Financial Services Ltd	19.59	48,000	19.59	48,000
Link Holdings P Ltd	9.80	24,000	9.80	24,000
East West Properties P Ltd	9.80	24,000	9.80	24,000
	58.78	144,000	58.78	144,000

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for P. R. Holdings Limited

*Deepak Sharma*  
Director

## 2.2 Reserve and surplus

Particulars	In ₹	
	As at March 31, 2,013	As at March 31, 2,012
<b>Profit &amp; Loss Account</b>		
Balance in Profit & Loss Account - Opening	12,217,805	11,751,705
Add : Profit during the year	28,117	466,101
Balance in Profit & Loss Account - Closing	12,245,922	12,217,805
	<b>12,245,922.40</b>	<b>12,217,805</b>

## 2.3 Non- Current Liabilities

Particulars	As at March 31,	
	2,013	2,012
<b>Long term borrowings</b>		
Unsecured Loan	254,257	254,257
	<b>254,257</b>	<b>254,257</b>

## 2.4 Other current liabilities

Particulars	As at March 31,	
	2,013	2,012
Provision for expenses	191,964	186,464
Withholding and other statutory taxes	90,000	67,500
Intercompany Payable	7,634,777	8,304,777
Provision for Income Tax	50,279	50,279
	<b>7,967,020</b>	<b>8,609,020</b>

## 2.6 Investment

Particulars	Face Value	Quantity	As at March 31,	
			2,013	2,012
<b>A) EQUITY SHARES (QUOTED)</b>				
WILLIAM JACKS & CO, INDIA LTD	10	48,000	144,720	144,720
JEEWAN COMMERCIAL LTD	10	48,000	144,720	144,720
SWAGTAM TRADING & SERVICES	10	21,900	69,707	69,707
DECOROUS INVESTMENT & TRAD	10	9,600	29,248	29,248
ASSAM CO INDIA LTD	1	2,500,000	9,551,054	9,551,054
<b>A) EQUITY SHARES (UNQUOTED)</b>				
ASCOM GRANITES LTD	10	717,500	175,000	175,000
ADITYA GUSTAVSBERG LTD. #	10	-	-	6,000
ADITYA COMMU.& SYSTEMS (P) LTD #	10	-	-	12,000
FIRSTAND SECOND E.COM (P) Ltd	1	1,260,000	62,800	1,260,000
		<b>4,605,000</b>	<b>10,177,249</b>	<b>4,623,000</b>

Market Value of Investments

Rs. 15658380 (Prev. Year Rs. 20076380/- )

Note :# 6000 shares of Aditya Gustavsberg &amp; 12000 shares of Aditya Communication w/off as the companies become defunct

## 2.7 Long term loans and advances

Particulars	As at March 31,	
	2,013	2,012
<b>Unsecured considered good</b>		
Security Deposits	9,500,000	9,500,000
Advance Income taxes	707,601	617,601
	<b>10,207,601</b>	<b>10,117,601</b>

There is no loan and advance due by directors or officers of the company or any of them either severally or jointly with any other persons or amounts due by firms or private companies in which any director is a partner or a member.

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For P. R. Holdings Limited

*Deepak Sharma*  
Director



## 2.8 Other non current assets

Particulars	In	
	As at March 31, 2,013	As at March 31, 2,012
Interest Receivables	21,578	21,578
	<b>21,578</b>	<b>21,578</b>

## 2.9 Inventories (Valued at Cost)

Particulars	Face	Quantity	As at March 31,	Quantity	As at March 31,
	Value		2,013		2,012
<b>Equity Shares (Quoted)</b>					
MODI XEROX LTD	10	124	1240	124	1,240
VIDEOCON INDUSTRIES	10	31	7035	31	7,035
JSW ISPAT STEEL LTD	10	140	1197	140	1,197
INDIA CEMENT LTD	10	32	1835	32	1,835
WORLDLINK FINANCE LTD	10	787196	1102074	787196	1,102,074
			<b>787,523</b>	<b>787,523</b>	<b>1,113,381</b>
Market Value of Stock	Rs.	1112356 /- (Pr. Yr. Rs. 1112844/-)			

## 2.10 Trade Receivables

Particulars	As at March 31,	As at March 31,
	2,013	2,012
<b>Unsecured, considered good</b>		
Others	614,079	176,672
	<b>614,079</b>	<b>176,672</b>

## 2.11 Cash and Cash equivalents

Particulars	As at March 31,	As at March 31,
	2,013	2,012
Cash on hand	31,393	27,849
Balance with banks	35,331	203,243
	<b>66,725</b>	<b>231,092</b>

## 2.12 Short term loans and advances

Particulars	As at March 31,	As at March 31,
	2,013	2,012
<b>Unsecured, considered good</b>		
<b>(Recoverable in cash or in kind or for value to be received)</b>		
Other advances	716,516	1,621,423
	<b>716,516</b>	<b>1,621,423</b>



**P.R.HOLDINGS LIMITED**

Notes which are integral part of financial statements for the year ended March 31, 2013

2.5 FIXED ASSETS AS ON 31ST MARCH,2013

In

PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	AS ON 31.3.2012	ADD.	DED.	AS ON 31.3.2013	UP TO 31.3.2012	DURING THE YEAR	DEP. RATE	UP TO 31.3.2013	AS ON 31.3.2013	AS ON 31.3.2012
<b>Tangible Assets</b>										
Furniture & Fixture	5,212	-	-	5,212	5,124	16	18.1	5,140	72	88
Total :-	5,212	-	-	5,212	5,080	16		5,140	72	88
Previous Year :-	5,212	-	-	5,212	5,080	20		5,124	88	108

DEPRECIATION HAS BEEN PROVIDED AS PER SCHEDULE XIV OF THE COMPANIES ACT,1956



Notes which are integral part of financial statements for the year ended March 31, 2013

2.13 Other Income

In ₹

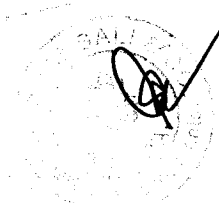
Particulars	As at March 31,	As at March 31,
	2,013	2,012
Dividend received	126,463	501,463
	<u>126,463</u>	<u>501,463</u>

2.14 Administrative & other expenses

Particulars	As at March 31,	As at March 31,
	2,013	2,012
Rent and office maintenance	900,000	900,000
Legal & Professional charges	3,870	23,120
Auditor's remuneration		
Audit fee	5,056	5,056
Traveling and conveyance	5,000	5,000
Loss on extinguishment of shares	72,000	-
Filing Fee	2,400	3,300
Sundry expenses	9,454	5,566
	<u>997,780</u>	<u>942,042</u>

2.15 Finance costs

Particulars	As at March 31,	As at March 31,
	2,013	2,012
Bank charges	550	1,433
	<u>550</u>	<u>1,433</u>



Notes which are integral part of financial statements for the year ended March 31, 2013

**2.16 Taxes**

Taxation, if any, is being provided at the rate prevailing during relevant period under normal provisions prescribed by the Income tax Act, 1961 and rules made thereunder.

**2.17 Quantitative details**

The company is primarily engaged in sales and purchase of share and securities. There is no transaction during the year. There is only opening inventories that are given in Note No 2.9 of balance sheet Note as required under paragraph 5(viii) (c) of general instructions for preparation of Statement of Profit and Loss as per revised Schedule VI to the Companies Act, 1956.

**2.18 Net worth of the company**

The networth of the company stood positive as on March 31, 2013. The Company expects to further improve its position in the subsequent years.

**2.19 Related Party Disclosures**

<b>a) Name of the Related Parties :</b>		
Key Management Personnel	:	1. Sh. A. C. Laha - Director 2. Sh. Navin Nischal Prasad- Director 3. Sh. Deepak Sharma- Director
Enterprises over which Key Management Personnel / Shareholders/ Relatives have significant influence	:	1.Duncan Macneill Construction & Dev. Ltd. 2.William Jacks & Co. India Ltd. 3.Jeewan Commercial Ltd.
<b>b) Transactions with Related Parties</b>		
<b>Nature of Transaction</b>	<b>Key Management Personnel</b>	<b>Enterprises over which Key Management Personnel/Shareholders/ Relatives</b>
Loan/Advances received during the year	-	-
Loan/Advances paid during the year	-	-
Loan/Advances recovered during the year	-	-
Loans/Advances repaid during the year	-	6.70 Lacs
Balance outstanding as at the yr. end-Debit	-	7.16 Lacs
Balance outstanding as at the yr. end-Credit	-	71.22 Lacs

**CERTIFIED TRUE COPY**

**for P. K. Holdings Limited**

*Deepak Sharma*  
**Director**

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## 2.20 Earning per share

Basic earning per share is calculated by dividing the net profit / loss for the year attributable to equity

The following is the computation of earnings per share :

Net profit as per P&L A/C	28,117	
Weighted average number of shares outstanding	245,000	2,45,000
Weighted average number of equity shares & potential	245,000	

equity share equivalents outstanding

Nominal Value of share	10
Basic earning per share	0.11
Diluted earning per share	0.11

## 2.21 Post Balance Sheet Events

Material events occurring after the Balance Sheet are taken into cognizance.

## 2.22 Loans & Advances

In the opinion of the Board current assets, Loans and advances have a value on realization at least equal to the amount at which these have been stated in the accounts.

## 2.23 Previous year figures

Previous year figures have been regrouped / reclassified wherever necessary to correspond with the current year classification / disclosure.

## 2.24 Corporate Gurantee / Security

The Company has provided security by way of pledge of 25 Lacs equity shares of Assam Company India Limited held by the Company in favour of SICPA India Private Limited for securing the repayment of the Loan / ICD of Rs.440 Lacs granted by SICPA India Private Limited to Assam Company India Limited. No fees have been charged by the company for the said pledge.

## 2.25 Directors' Fee

Directors have foregone their fees for attending Board Meetings held during the year.

## 2.26 Balance Sheet abstract and company's general business profile

Balance Sheet abstract and company's general business profile is

*Note: The notes referred to above are an integral part of the Balance Sheet*

In terms of our separate report of even date

**For K. BHANSALI & CO.**

Chartered Accountants

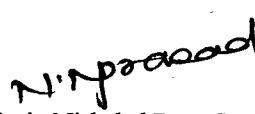
  
(K. S. Bhansali)

(Proprietor)

Membership No. 011716


Place : 26/4, Armenion Street, Kolkata-700 001

Dated : 23-08-2013

  
(Navin Nishchal Prasad)

(Director)

DIN :00040552

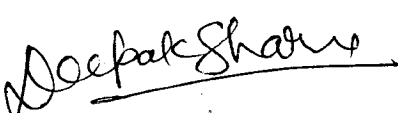
  
(Deepak Sharma)

(Director)

DIN :00293945

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**For P. B. Holdings Limited**

  
Deepak Sharma

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**P R HOLDINGS LTD**  
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2013

	<u>CURRENT YEAR (Rs.)</u>	<u>PREVIOUS YEAR (Rs.)</u>
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax and extraordinary items	28,117	470,040
Interest/Dividend received	(126,463)	(513,535)
<b>Operating profit before working capital changes</b>	<u>(98,346)</u>	<u>(43,495)</u>
(Increase)/Decrease in Loans & Advances	814,907	(841,453)
(Increase)/Decrease in Fixed Assets	16	20
(Increase)/Decrease in Stock		
(Increase)/Decrease in other Receivables	(437,407)	135,000
Increase/(Decrease) in current liabilities	(642,000)	416,811
Direct Taxes paid	(264,484)	(3,939)
<b>CASH FLOW GENERATED FROM OPERATIONS</b>	<u>(362,830)</u>	<u>(337,056)</u>
Finance charges		
<b>Net cash used in operating activities (A)</b>	<u>(362,830)</u>	<u>(337,056)</u>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Interest/Dividend received	126,463	513,535
Sale/decrease in investments	72,000	
<b>Net cash flow from investing activities (B)</b>	<u>198,463</u>	<u>513,535</u>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Increase / (Decrease) in borrowings		
<b>Net cash flow from financing activities (C)</b>	<u>-</u>	<u>-</u>
<b>NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)</b>	<u>(164,367)</u>	<u>176,479</u>
<b>CASH AND CASH EQUIVALENTS</b>		
Beginning of the year	231,092	54,612
End of the year	66,725	231,092

As per our report of even date  
For KJ BHANSALI & CO.  
Chartered Accountants

(K. S. Bhansali)  
(Proprietor)  
Membership No. 011716  
Place : 26/4, Armenton Street, Kolkata.  
Dated : 23.08.2013

(Navin Nishchal Prasad)  
(Director)  
DIN: 00040552

(Deepak Sharma)  
(Director)  
DIN : 00293945

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For P. R. Holdings Limited

*Deepak Sharma*  
**CERTIFIED TRUE COPY**

DIRECTOR